

EX. B

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the defense that you're trying to raise here. 12:12

MR. GREIM: And, your Honor, just to be clear, we're going to ask about her resignation as well, the thing that makes ACA not reachable.

MS. TESKE: And I have no objection to this.

MR. GREIM: Okay.

THE COURT: All right, good.

MR. GREIM: All right.

THE COURT: Carry on, then.

MR. GREIM: Thank you.

MS. TESKE: Thank you.

MR. GRENDI: Thank you, your Honor. 12:13

THE COURT: You're welcome.

(Whereupon, the teleconference with the Hon. Debra Freeman concludes.)

THE VIDEOGRAPHER: We are back on the record at 12:13 p.m.

(Whereupon, the record is read as follows:

"Question: How is it that you came to meet Mrs. Wang?"

Q. Tell me what you remember Mr. Je saying 12:16
to you about the offer.

A. We didn't speak much. He just told me
that he was interested in some business in the US,
and he asked whether I wanted to join.

Q. What did he say the business was?

A. Fund investment.

Q. Now did you have a background in fund
investment?

A. I do not.

Q. Did you have any questions for Mr. Je
about what this role would entail?

A. No.

Q. Why not?

A. I trusted his judgment. 12:16

Q. Why did you trust his judgment?
MS. TESKE: Object to the form.
You can answer. You can answer.

A. I trust him, therefore, I trust his
judgment.

Q. Okay. I guess let me rephrase it.
What is it about him that made you
trust his judgement.

MS. TESKE: Object to the form.
You can answer.

Page 26

Page 28

1 A. I met her for the first time at a job
2 interview and that's how we met. 12:14

3 Q. Now, you said you met William Je
4 several times before becoming a director.

5 A. That's correct.

6 Q. Did you understand when you were
7 meeting him what his role was with ACA?

8 A. We never spoke about ACA before.

9 Q. But I presume that you did speak about
10 ACA when he offered you a directorship; is that
11 right?

12 A. Briefly.

13 Q. And was that discussion in person or
14 over the phone? 12:15

15 A. In person.

16 Q. Where did that happen?

17 A. That happened at our office.

18 Q. I'm sorry. Who's office?

19 A. Golden Spring New York's office.

20 Q. Your testimony again is that it was
21 several months -- well, actually let me ask you.
22 When -- how long before January 1st,
23 2019 did that discussion happen?
24 MR. GRENDI: Object to the form.
25 A. Probably a month before.

A. He was introduced to me by someone I trust and that's how it works for me, the person who introduced us trusted him and I got to trust him.

Q. So did you tell him yes on the spot?

A. I did.

Q. Did you ask him what your duties would be?

A. Briefly.

Q. What did he say?

A. Again, he was interested in some business in the US and was asking if I could help find some investors.

Q. Okay.

A. Some --

Q. Go ahead.

A. I'm sorry. Some projects to invest in.

Q. So if I understand correctly, he told you that your duties would be finding projects for ACA to invest in?

MS. TESKE: Object to the form.
You can answer.

A. Yes.

Q. Did he say -- did he tell you what sorts of projects ACA invested in?

A. No, he did not.

Page 27

Page 29

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<p>1 Q. So, like, for example, construction 2 projects, renovation projects, did he give you any 3 kind of detail what he meant by projects? 12:18</p> <p>4 A. Again, no, he did not.</p> <p>5 Q. Is ACA a hedge fund?</p> <p>6 A. I do not know.</p> <p>7 Q. Did Mr. Je tell you who you would be 8 reporting to, if anyone, as a director?</p> <p>9 A. No, he didn't.</p> <p>10 Q. Did he tell you who else was involved 11 with the company?</p> <p>12 A. No, he did not.</p> <p>13 Q. Did he tell you if there were any other 14 directors?</p> <p>15 A. No, he did not. 12:19</p> <p>16 Q. Did he tell you whether he was a 17 director?</p> <p>18 A. No, he did not.</p> <p>19 Q. Did you have any concerns about working 20 for ACA?</p> <p>21 A. No.</p> <p>22 MS. TESKE: Object to the form. 23 You can answer.</p> <p>24 A. No.</p> <p>25 Q. When was the first time you heard of</p>	<p>1 Q. Did he refer you to any attorney to 2 advise you on that question? 12:20</p> <p>3 A. No.</p> <p>4 Q. Okay. Let's talk about your time with 5 ACA. First of all, as director, did you have an 6 office somewhere?</p> <p>7 A. No, I did not.</p> <p>8 Q. Did ACA have an office in the United 9 States anywhere?</p> <p>10 A. I do not know.</p> <p>11 Q. Between the time of your appointment 12 and the time that you are saying that you resigned, 13 did you do any work as a director of ACA?</p> <p>14 A. No, I didn't.</p> <p>15 Q. Did you find any projects for Mr. Je? 12:21</p> <p>16 A. No, I didn't.</p> <p>17 Q. Did you try to find projects for 18 Mr. Je?</p> <p>19 A. No, I didn't.</p> <p>20 Q. Did Mr. Je ever ask you why you were 21 not finding projects?</p> <p>22 A. No.</p> <p>23 Q. Did you ever talk to Mr. Je about your 24 role with ACA after that conversation?</p> <p>25 MR. GRENDI: Object to the form.</p>
<p>Page 30</p>	<p>Page 32</p>
<p>1 ACA? 12:19</p> <p>2 A. When he asked me to become director.</p> <p>3 Q. Did you do any research to learn more 4 about what ACA was?</p> <p>5 A. I did not.</p> <p>6 Q. At any time after your discussion with 7 Mr. Je, did you do any research to determine what ACA 8 was?</p> <p>9 A. No, I did not.</p> <p>10 Q. Did you understand what jurisdiction 11 ACA was registered in?</p> <p>12 MS. TESKE: Object to the form of 13 the question.</p> <p>14 You can answer.</p> <p>15 A. I don't answer it -- I'm sorry. I 16 didn't understand the question. 12:20</p> <p>17 Q. Did Mr. Je tell you where ACA was 18 registered?</p> <p>19 A. No.</p> <p>20 Q. Did he tell you what country or state 21 had jurisdiction over ACA and its directors?</p> <p>22 MS. TESKE: Object to the form --</p> <p>23 MR. GRENDI: Object to the form.</p> <p>24 MS. TESKE: -- of the question.</p> <p>25 A. No.</p>	<p>1 MS. TESKE: Object to the form. 12:22</p> <p>2 You can answer.</p> <p>3 A. No.</p> <p>4 Q. Let's be clear. There was an 5 objection. I'm going to make sure that this is clear 6 for the record.</p> <p>7 So is it your testimony that after the 8 in-person meeting where Mr. Je offered the 9 directorship to you, you never spoke with Mr. Je 10 again about your work as an ACA director?</p> <p>11 A. That's correct.</p> <p>12 Q. Okay. I'm going to broaden the 13 question now.</p> <p>14 After the discussion with Mr. Je where 15 he made the offer to you, did you ever discuss your 16 work as an ACA director with any other person? 12:22</p> <p>17 A. No, I didn't.</p> <p>18 Q. Did you ever discuss it with Yvette 19 Wang?</p> <p>20 A. I did not.</p> <p>21 Q. Were you ever paid for your work as a 22 director?</p> <p>23 A. No.</p> <p>24 Q. Did you sign any document appointing 25 you as a director?</p>
<p>Page 31</p>	<p>Page 33</p>

9 (Pages 30 to 33)

Karin Maistrello
August 23, 2019

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<p>1 A. No. 12:23 2 Q. Well, do you know that you actually 3 were appointed as a director? 4 MS. TESKE: Object to the form of 5 the question. 6 You can answer. 7 A. Yes. 8 Q. How do you know? 9 A. I might have answered wrongly the 10 previous question. Can you rephrase the previous 11 question, please, or reread it? 12 Q. That's okay. I'll rephrase it. 13 Did you ever -- I'll just ask you a new 14 question, how about that? 15 Did you ever sign anything accepting an 16 appointment as a director? 12:24 17 A. Yes, I did. 18 Q. When did you do that? 19 A. I don't remember. 20 Q. Did you keep a copy of that document? 21 A. I did not. 22 Q. Do you know whether the thing that you 23 signed was filed with any authority? 24 MS. TESKE: Object to the form of 25 the question.</p>	<p>1 Q. Now, when you say you remember being 2 appointed on January 1, why do you remember that it 3 was on that day .. 12:25 4 MS. TESKE: Objection. 5 Q. That you were appointed? 6 MS. TESKE: Object to the form of 7 the question. 8 You can answer the question. 9 A. I remember the date, that's all. 10 Q. Well, did something happen on 11 January 1, 2019 that sticks in your memory? 12 A. It's -- 13 MS. TESKE: Object to the form of 14 the question. 15 You can answer the question. 12:26 16 A. It's the first day of the year, so 17 that's why I remember it, probably. 18 Q. Did someone tell you that that was 19 going to be the effective date of your appointment? 20 A. I don't remember. 21 Q. Did the form that you signed say that 22 was the effective date of your appointment? 23 A. Yes. 24 Q. When's the last time that you saw that 25 form that you signed?</p>
<p>Page 34</p>	<p>Page 36</p>
<p>1 You can answer if you understand. 12:24 2 A. I don't. 3 Q. Let me ask you, then, what's your basis 4 for believing that you were actually appointed as a 5 director of ACA? 6 A. I don't really understand the question. 7 Q. So you're testifying today, you've 8 testified already that you were appointed on 9 January 1, 2019, as a director of ACA, correct? 10 A. That's correct. 11 Q. So why do you believe that you were 12 actually appointed on January 1 or on any other day 13 as a director of ACA? 14 MS. TESKE: Object to the form. 15 You can answer. 12:25 16 A. Because I signed something. 17 Q. Why do you believe the date was 18 January 1 of 2019? 19 A. Because I remember it. 20 Q. You remember signing a document on 21 January 1, 2019? 22 A. Not signing the document on January 1 23 but being appointed on January 1. 24 Q. Okay. When did you sign the document? 25 A. I don't remember.</p>	<p>1 A. I don't remember. 12:26 2 Q. Did you review it before your testimony 3 today? 4 A. No, I did not. 5 Q. Okay. Other than William Je, did you 6 ever speak with anyone else at ACA? 7 A. No, I didn't. 8 Q. Were you aware that ACA had a corporate 9 secretary? 10 MS. TESKE: Object to the form. 11 You can answer. 12 A. No. 13 Q. Did you ever receive a request in 14 writing from anyone to do something as a director of 15 ACA? 12:27 16 A. No. 17 Q. Did you ever receive a request verbally 18 from anyone to do something as a director of ACA? 19 A. No. 20 Q. Have you ever notarized documents in 21 your capacity as a director of ACA? 22 MS. TESKE: Object to the form. 23 MR. GRENDI: Object to the form. 24 MS. TESKE: You can answer. 25 A. I don't remember.</p>
<p>Page 35</p>	<p>Page 37</p>

10 (Pages 34 to 37)

Karin Maistrello
August 23, 2019

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<p>1 Q. Is it possible that you did? 12:28 2 MS. TESKE: Object to the form. 3 You can answer. 4 A. I really don't remember. 5 Q. And I ask that because I understand you 6 are a notary, correct? 7 A. That's correct. 8 Q. I've seen documents that -- well, we've 9 all seen documents that you've notarized, right? 10 A. That's correct. 11 Q. And so, my question is, did you do any 12 of that notarization as one of your duties as a 13 director of ACA? 14 A. Again, I don't remember. 15 Q. Did you ever review any sort of a 12:28 16 booklet or a guide about what your duties and 17 responsibilities would be as a director of ACA? 18 A. No, I did not. 19 Q. Did you ever acquaint yourself with the 20 Hong Kong law that controls your duties and 21 responsibilities as a director of ACA? 22 MS. TESKE: Object to the form. 23 MR. GRENDI: Object to the form. 24 MS. TESKE: You can answer. 25 A. I did not.</p>	<p>1 MS. TESKE: Object to the form. 12:30 2 You can answer. 3 A. I don't remember. 4 Q. Was it in the last month? 5 A. I really don't remember. 6 Q. Well, we know you spoke with him about 7 a month before January 1, 2019, correct? 8 A. Yes. 9 Q. Did you ever speak with him after that 10 time? 11 A. When you say speak, you mean over the 12 phone or face-to-face? 13 Q. Let's start with over the phone. Have 14 you spoken with William Je over the phone since the 15 meeting in which he gave you an offer? 12:31 16 A. No, I have not. 17 Q. Did you speak with him in person since 18 the meeting where he gave you the offer? 19 A. I did. 20 Q. When was that? 21 A. I don't remember. 22 Q. Was it after you had become a director? 23 A. Yes. 24 Q. How long after you became a director? 25 A. I don't remember.</p>
<p>Page 38</p>	<p>Page 40</p>
<p>1 Q. Did you know that Hong Kong law applied 12:29 2 to your duties and responsibilities as a director of 3 ACA? 4 MS. TESKE: Object to the form. 5 MR. GRENDI: Object to the form. 6 MS. TESKE: You can answer it. 7 A. I did not. 8 Q. Have you ever seen any corporate 9 records of ACA other than the document you remember 10 signing appointing you as director? 11 A. I have not. 12 Q. Have you ever seen a financial 13 statement of ACA? 14 A. I have not. 15 Q. Do you know whether you have a right to 12:30 16 vote or that you had a right to vote as a director of 17 ACA? 18 MS. TESKE: Object to the form. 19 MR. GRENDI: Object to the form. 20 A. I don't know. 21 Q. Did you ever cast a vote as a director 22 of ACA? 23 A. I did not. 24 Q. When was the last time you spoke with 25 William Je?</p>	<p>1 Q. I'm going to try to narrow this down a 12:31 2 little bit. This is normal in a deposition, people 3 don't remember time, and we'll try a little bit to 4 jog your memory, but we'll do our best. 5 So was the last time or let me ask you 6 this. Was the next time you spoke with William Je 7 when it was cold weather outside? Do you remember 8 being cold? 9 MS. TESKE: Object to the form. 10 A. I don't remember. 11 MS. TESKE: Sorry. You can 12 answer. 13 Q. Where was the meeting? You said you 14 spoke with him in person. Where did you speak with 15 him in person? 12:32 16 A. It might have been at our office. 17 Q. And this is at the Golden Spring 18 office? 19 A. Correct. 20 Q. Okay. You said it might have been. If 21 it wasn't there, where would it have been? 22 MS. TESKE: Object to the form of 23 the question. 24 A. It was -- it was there, yes. 25 Q. So what do you remember about that</p>
<p>Page 39</p>	<p>Page 41</p>

11 (Pages 38 to 41)

Karin Maistrello
August 23, 2019

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<p>1 discussion with Mr. Je?</p> <p>2 A. We didn't have any discussion. I met</p> <p>3 him. We said hi, we'd greet, how are you, that was</p> <p>4 it.</p> <p>5 Q. So there was no discussion about ACA.</p> <p>6 A. Not at all.</p> <p>7 Q. Okay. Let's go forward from there.</p> <p>8 When was the next time that you met Mr. Je in person?</p> <p>9 A. Again, I -- I don't remember.</p> <p>10 Q. Was there a next time?</p> <p>11 A. I probably met him a couple of times in</p> <p>12 2019, but I do not remember when.</p> <p>13 Q. Okay. When you met him, any of the</p> <p>14 times that you met him, did you discuss Eastern</p> <p>15 Profit?</p> <p>16 A. No.</p> <p>17 Q. Did you discuss this case?</p> <p>18 A. No,</p> <p>19 Q. Did you discuss Strategic Vision?</p> <p>20 A. No.</p> <p>21 Q. What did you discuss with him, if you</p> <p>22 can remember?</p> <p>23 MS. TESKE: Object to the form.</p> <p>24 You can answer.</p> <p>25 A. We -- again, we did not discuss</p>	12:32	<p>1 Q. Can I please see it?</p> <p>2 A. Absolutely.</p> <p>3 MS. TESKE: Can we take a short</p> <p>4 break, go off the record.</p> <p>5 MR. GREIM: Sure.</p> <p>6 THE VIDEOGRAPHER: We are off the</p> <p>7 record, 12:34 p.m.</p> <p>8 (Whereupon, a recess is taken.)</p> <p>9 (Whereupon, Maistrello Exhibit 1,</p> <p>10 resignation email, is marked for</p> <p>11 identification, as of this date.)</p> <p>12 (Whereupon, Maistrello Exhibit 2, PDF</p> <p>13 attachment to Maistrello Exhibit 1, is marked</p> <p>14 for identification, as of this date.)</p> <p>15 THE VIDEOGRAPHER: We are back on</p> <p>16 the record, 12:37 p.m.</p> <p>17 BY MR. GREIM:</p> <p>18 Q. Okay. Ms. Maistrello, what I've marked</p> <p>19 here are the documents you gave me, Plaintiff</p> <p>20 Exhibit 1 and Plaintiff Exhibit -- I'm sorry,</p> <p>21 Maistrello Exhibit 1 and Maistrello Exhibit 2.</p> <p>22 Is Exhibit 1 the email by which you</p> <p>23 testify you forwarded your resignation to William Je?</p> <p>24 A. Yes, it is.</p> <p>25 Q. And is Exhibit 2 the PDF attachment to</p>	12:35	
Page 42		Page 44		
<p>1 anything. We just greeted each other, how are you, 12:33</p> <p>2 and that was it.</p> <p>3 Q. Okay. So far we've been talking about</p> <p>4 in-person discussions. Before we move on, can you</p> <p>5 remember any other in-person discussions that you had</p> <p>6 with William Je in 2019?</p> <p>7 MS. TESKE: Object to the form.</p> <p>8 A. No.</p> <p>9 MS. TESKE: You can answer.</p> <p>10 Q. Okay. Now we'll move to emails or</p> <p>11 other written communications or texts, okay?</p> <p>12 A. Mm-hmm.</p> <p>13 Q. Have you had any emails or texts or</p> <p>14 other written communications with William Je in 2019?</p> <p>15 A. Yes.</p> <p>16 Q. When?</p> <p>17 A. One email on July 26th when I sent my</p> <p>18 resignation letter.</p> <p>19 Q. Did he respond to that email?</p> <p>20 A. Yes, he did.</p> <p>21 Q. What was his response?</p> <p>22 A. He accepted the document.</p> <p>23 Q. Did you bring a copy of that with you</p> <p>24 here today?</p> <p>25 A. Yes.</p>	12:33	<p>1 Exhibit 1.</p> <p>2 A. It is.</p> <p>3 Q. Do you have a copy of them in front of</p> <p>4 you still --</p> <p>5 A. Yes.</p> <p>6 Q. -- or you gave me your only copy?</p> <p>7 A. I do.</p> <p>8 Q. Oh, you do.</p> <p>9 Now, is it your testimony that Mr. Je</p> <p>10 responded and said that he accepted it?</p> <p>11 A. Yes.</p> <p>12 Q. Okay. Did you bring that email with</p> <p>13 you?</p> <p>14 A. I did not.</p> <p>15 Q. Okay. When did he -- I'd ask you to</p> <p>16 produce that afterwards.</p> <p>17 A. Mm-hmm.</p> <p>18 Q. When did he send that to you?</p> <p>19 A. I believe right afterwards.</p> <p>20 Q. Did you understand that he was</p> <p>21 expecting your email?</p> <p>22 A. Yes.</p> <p>23 Q. How did you understand that he was</p> <p>24 expecting your email?</p> <p>25 A. Before this email, I wrote an email</p>	12:39	12:39
Page 43		Page 45		

12 (Pages 42 to 45)

Karin Maistrello
August 23, 2019